

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * MOLAN JOHN C (Last) (First) (Middle) MCCORMICK & COMPANY, INCORPORATED 18 LOVETON CIRCLE (Street) SPARKS MD 21152 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol MCCORMICK & CO INC [MKC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2003	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock - Voting	12/31/2003		M		21,050	A	\$11	61,652.5	D	
Common Stock - Voting	12/31/2003		S		21,050	D	\$30	40,602.5	D	
Common Stock - Voting	01/02/2004		M		7,900	A	\$11	48,500.5	D	
Common Stock - Voting	01/02/2004		S		7,900	D	\$30	40,602.5	D	
Common Stock - Voting	01/02/2004		M		13,150	A	\$11.1875	53,752.5	D	
Common Stock - Voting	01/02/2004		S		13,150	D	\$30	40,602.5	D	
Common Stock - Voting	01/05/2004		M		12,500	A	\$11.1875	53,102.5	D	
Common Stock - Voting	01/05/2004		S		12,500	D	\$30	40,602.5	D	
Common Stock - Voting								101.272 ⁽¹⁾	I	Daughter
Common Stock - Voting								101.272 ⁽¹⁾	I	Son
Common Stock - Non-Voting	01/05/2004		M		8,550	A	\$11.1875	9,566	D	
Common Stock - Non-Voting	01/05/2004		S		8,550	D	\$30	1,016	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Common Stock - Voting	\$11	12/31/2003		M			21,050	01/22/1999	01/21/2006	Common Stock - Voting	21,050	(2)	7,900	D	
Common Stock - Voting	\$11	01/02/2004		M			7,900	01/22/1999	01/21/2006	Common Stock - Voting	7,900	(2)	0	D	
Common Stock - Voting	\$11.1875	01/02/2004		M			13,150	03/20/1999	03/19/2006	Common Stock - Voting	13,150	(2)	12,500	D	
Common Stock - Voting	\$11.1875	01/05/2004		M			12,500	03/20/1999	03/19/2006	Common Stock - Voting	12,500	(2)	0	D	
Common Stock - Non-Voting	\$11.1875	01/05/2004		M			8,550	03/20/1999	03/19/2006	Common Stock - Non-Voting	8,550	(2)	0	D	

Explanation of Responses:

1. The undersigned disclaims beneficial ownership of these shares.

2. Option exercised.

Remarks:

W. Geoffrey Carpenter,
Attorney-in-Fact

01/05/2004

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.